

Neos Therapeutics, Inc.
Form 3
July 22, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Presidio Partners 2007, L.P. | | (Month/Day/Year) | Neos Therapeutics, Inc. [NEOS] | |
| (Last) | (First) | (Middle) | 07/22/2015 | |
| ONE LETTERMAN DRIVE,Â BUILDING C, SUITE CM500 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| SAN FRANCISCO,Â CAÂ 94129 | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| (City) | (State) | (Zip) | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| 1. Title of Security (Instr. 4) | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | | | | |
|--|--|---|--|--|---|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | or Indirect (1) (Instr. 5) | |
|--|-------|------------|--------------------------------------|-------------|----------|----------------------------------|---|
| Series B Redeemable Preferred Stock, \$0.001 par value | Â (1) | Â (1) | Common Stock | 406,250 | \$ (1) | D | Â |
| Series C Redeemable Preferred Stock, \$0.001 par value | Â (1) | Â (1) | Common Stock | 677,622 | \$ (1) | D | Â |
| Preferred Stock Warrant (Right to Buy) | Â (2) | 01/30/2018 | Series C Convertible Preferred Stock | 390,000 (2) | \$ 5 (2) | D | Â |
| Series B Redeemable Preferred Stock, \$0.001 par value | Â (1) | Â (1) | Common Stock | 10,416 | \$ (1) | I | By: Presidio Partners 2007 (Parallel), L.P. |
| Series C Redeemable Preferred Stock, \$0.001 par value | Â (1) | Â (1) | Common Stock | 17,374 | \$ (1) | I | By: Presidio Partners 2007 (Parallel), L.P. |
| Preferred Stock Warrant (Right to Buy) | Â (2) | 01/30/2018 | Series C Convertible Preferred Stock | 10,000 (2) | \$ 5 (2) | I | By: Presidio Partners 2007 (Parallel), L.P. |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Presidio Partners 2007, L.P. ONE LETTERMAN DRIVE BUILDING C, SUITE CM500 SAN FRANCISCO, CA 94129 | Â | Â X | Â | Â |
| Presidio Partners 2007 (Parallel), L.P. ONE LETTERMAN DRIVE BUILDING C, SUITE CM500 SAN FRANCISCO, CA 94129 | Â | Â X | Â | Â |
| Presidio Partners 2007 GP, L.P. ONE LETTERMAN DRIVE BUILDING C, SUITE CM500 SAN FRANCISCO, CA 94129 | Â | Â X | Â | Â |
| Presidio Partners 2007 GP, LLC ONE LETTERMAN DRIVE BUILDING C, SUITE CM500 SAN FRANCISCO, CA 94129 | Â | Â X | Â | Â |

Watson James F
 ONE LETTERMAN DRIVE
 BUILDING C, SUITE CM500
 SAN FRANCISCO, CA 94129

Sohail Faysal A.
 ONE LETTERMAN DRIVE
 BUILDING C, SUITE CM500
 SAN FRANCISCO, CA 94129

Collier David J
 ONE LETTERMAN DRIVE
 BUILDING C, SUITE CM500
 SAN FRANCISCO, CA 94129

Signatures

| | |
|---|--------------------|
| PRESIDIO PARTNERS 2007, L.P. By: Presidio Partners 2007 GP, L.P., its General Partner By: Presidio Partners 2007 GP LLC, its General Partner /s/ David J. Collier, Manager _____ **Signature of Reporting Person | 07/22/2015 Date |
| Presidio Partners 2007 (Parallel), L.P., By: /s/ David J. Collier, Manager _____ **Signature of Reporting Person | 07/22/2015 Date |
| Presidio Partners 2007 GP, L.P. /s/ David J. Collier, Manager _____ **Signature of Reporting Person | 07/22/2015 Date |
| Presidio Partners 2007 GP, LLC /s/ David J. Collier, Manager _____ **Signature of Reporting Person | 07/22/2015 Date |
| /s/ James F. Watson _____ **Signature of Reporting Person | 07/22/2015 Date |
| /s/ Faysal A. Sohail _____ **Signature of Reporting Person | 07/22/2015 Date |
| /s/ David J. Collier _____ **Signature of Reporting Person | 07/22/2015 Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Each share of the issuer's Series B Preferred Stock and Series C Preferred Stock will be automatically converted on a 2.4 for 1 basis into common stock immediately prior to the closing of the issuer's initial public offering and has no expiration.
- The warrant is exercisable at the earlier of (i) the holder's election for the number of shares of Series C preferred stock (a) shown in column 3 at a price of \$5.00 per share of Series C preferred stock or (b) such number of shares issuable pursuant to a cashless net exercise provision pursuant to which the holder surrenders the warrant and receives a net number of shares of Series C preferred stock based on the fair market value of such stock at the time of exercise, after deducting the aggregate exercise price (the "Cashless Exercise Provision"); and (ii) immediately prior to the closing of the Issuer's initial public offering pursuant to the Cashless Exercise Provision.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.